

Section 5 para 3 of Articles of Incorporation
of
DO & CO AKTIENGESELLSCHAFT
indicating the proposed changes related to item 8 of the agenda

- (1) The Company shall have a share capital of EURO 19,488,000.–.
- (2) The share capital is divided into 9,744,000 individual bearer share certificates with voting rights.
- (3) Until [26 July 2022](#), the Managing Board shall be entitled:–
- a) subject to the consent of the Supervisory Board, to increase the share capital from its present nominal amount of EUR 19,488,000.– by, at most, another EUR 9,744,000.– through issuing up to 4,872,000 new bearer shares (individual share certificates) against a contribution in cash and/or in kind – possibly in several tranches – and to specify the face value, terms and other details of the capital increase by agreement with the Supervisory Board,
 - [b\) to offer the new shares to the shareholders also via indirect subscription rights in accordance with Section 153 para 6 AktG.](#)
 - c) subject to the consent of the Supervisory Board, to exclude the shareholders' subscription right:–
 - (i) if and when the capital increase is made by contributions in kind, i.e. shares are emitted for the purpose of acquiring businesses, operations, suboperations or stakes in one or more businesses in Austria and abroad, or
 - (ii) in order to exclude fractional amounts from the shareholders' subscription rights, or
 - (iii) in order to service a surplus allocation option granted to the issuing banks.

[Authorised capital 2017]